

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

GE DANDONG; LOH TUCK WOH PETER;
SINGAPORE GOVERNMENT STAFF CREDIT
COOPERATIVE SOCIETY, LTD; NI YAN AMY;
ANG SOO CHENG; CHOH GEK HONG JOHNSON;
NG SHOOK PHIN SUSAN; and ZHAO YUZHENG,

Plaintiffs,

-vs.-

PINNACLE PERFORMANCE LIMITED; MORGAN
STANLEY ASIA (SINGAPORE) PTE; MORGAN
STANLEY & CO. INTERNATIONAL PLC;
MORGAN STANLEY CAPITAL SERVICES INC.;
MORGAN STANLEY & CO. INC.; and MORGAN
STANLEY,

Defendants.

Case No.: 10 Civ. 8086
(JMF)(GWG)

**DECLARATION OF ANDREW M. McNEELA IN SUPPORT OF PLAINTIFFS'
MOTION FOR CLASS CERTIFICATION**

Andrew M. McNeela, declares under penalty of perjury pursuant to 28 U.S.C. § 1746, as follows:

1. I am an attorney with Kirby McInerney LLP, counsel for plaintiffs and the putative class in the above-captioned action. I am a member in good standing of the Bar of the State of New York. I respectfully submit this declaration in support of Plaintiffs' Motion for Class Certification. I am fully familiar with the facts and circumstances stated herein based upon personal knowledge, the Annexed documents and my review of the files maintained by my firm.
2. My firm has been retained by more than 200 Pinnacle Notes investors for the series at issue in this action.

3. Annexed hereto as Exhibit 1 is a true and correct copy of an email dated August 13, 2007 bearing bates stamp SING 245874 to SING 245876.

4. Annexed hereto as Exhibit 2 is true and correct copy of a group of emails dated October 31, 2005 bearing bates stamp PINNACLE 1313, and dated November 1, 2005 bearing bates stamp PINNACLE 1323 to PINNACLE 1332.

5. Annexed hereto as Exhibit 3 is a true and correct copy of excerpts from Pinnacle Performance Limited, Pricing Statement Series 1 (Aug. 7, 2006).

6. Annexed hereto as Exhibit 4 is a true and correct copy of excerpts from Pinnacle Performance Limited, Pricing Statement Series 2 (Oct. 6, 2006).

7. Annexed hereto as Exhibit 5 is a true and correct copy of excerpts from Pinnacle Performance Limited, Pricing Statement Series 3 (Jan. 9, 2007).

8. Annexed hereto as Exhibit 6 is a true and correct copy of excerpts from Pinnacle Performance Limited, Pricing Statement Series 6/7 (May 16, 2007).

9. Annexed hereto as Exhibit 7 is a true and correct copy of excerpts from Pinnacle Performance Limited, Pricing Statement Series 9/10 (Oct. 25, 2007).

10. Annexed hereto as Exhibit 8 is a true and correct copy of excerpts from Morgan Stanley publication, *Structured Credit Insights* (April 27, 2007).

11. Annexed hereto as Exhibit 9 is a true and correct copy of excerpts from Frank J. Fabozzi, *The Handbook of Fixed Income Securities* (8th ed. 2012).

12. Annexed hereto as Exhibit 10 is a true and correct copy of excerpts from Frank J. Fabozzi, *et al.*, *Credit-Linked Notes: A Product Primer*, *The Journal of Structured Finance* (Winter, 2007).

13. Annexed hereto as Exhibit 11 is a true and correct copy of an email with attachment dated December 27, 2006 bearing bates stamp SING 216750 to SING 216759.

14. Annexed hereto as Exhibit 12 is a true and correct copy of excerpts from the Pinnacle Performance Limited, Base Prospectus (Aug. 7, 2006).

15. Annexed hereto as Exhibit 13 is a true and correct copy of the Form Application for subscription to the Pinnacle Notes.

16. Annexed hereto as Exhibit 14 is a true and correct copy of an email with attachments dated December 4, 2007 bearing bates stamp SING 215670 to SING 215697.

17. Annexed hereto as Exhibit 15 is a true and correct copy of excerpts from a sample Master Distributor Appointment Agreement between, *inter alia*, MS Singapore and Phillips Securities Pte Ltd.

18. Annexed hereto as Exhibit 16 is a true and correct copy of an email with attachment dated January 3, 2007 bearing bates stamp SING 41618 to SING 41620.

19. Annexed hereto as Exhibit 17 is a true and correct copy of an email chain with the most recent email dated February 22, 2007 bearing bates stamp SING 224193 to SING 224196.

20. Annexed hereto as Exhibit 18 is a true and correct copy of excerpts from Arvind Rajan, *et al.*, *The Structured Credit Handbook* (2007).

21. Annexed hereto as Exhibit 19 is a true and correct copy of excerpts from Antulio N. Bomfim, *Understanding Credit Derivatives and Related Instruments* (2005).

22. Annexed hereto as Exhibit 20 is a true and correct copy of an email with attachment dated July 11, 2006 bearing bates stamp SING 162957 to SING 162981.

23. Annexed hereto as Exhibit 21 is a true and correct copy of two charts showing the annual return on the Pinnacle Notes and the return for 30, 60, and 90 day U.S. Treasury Bills during the Pinnacle Notes offering period.

24. Annexed hereto as Exhibit 22 is a true and correct copy of an email chain with the most recent email dated March 7, 2007 bearing bates stamp SING 148662 to SING 148663.

25. Annexed hereto as Exhibit 23 is a true and correct copy of a N.Y. Times article by Jesse Eisinger, "Financial Crisis Suit Suggests Bad Behavior at Morgan Stanley," (Jan. 23, 2013).

26. Annexed hereto as Exhibit 24 is a true and correct copy of an email chain with the most recent email dated August 21, 2007 bearing bates stamp SING 170243 to SING 170246.

27. Annexed hereto as Exhibit 25 is a true and correct copy of an email with attachment dated October 4, 2006 bearing bates stamp SING 192178 to SING 192205.

28. Annexed hereto as Exhibit 26 is a true and correct copy of an email with attachment dated October 4, 2006 bearing bates stamp SING 192972 to SING 192988.

29. Annexed hereto as Exhibit 27 is a true and correct copy of an email chain with the most recent email dated August 8, 2006 bearing bates stamp SING 34479 to SING 34481.

30. Annexed hereto as Exhibit 28 is a true and correct copy of excerpts from Morgan Stanley Fixed Income Research publication, *CDO Market Insights - Manager Matters* (Jan. 12, 2007).

31. Annexed hereto as Exhibit 29 is a true and correct copy of an email chain with the most recent email dated August 7, 2006 bearing bates stamp SING 187800 to SING 187801.

32. Annexed hereto as Exhibit 30 is a true and correct copy of an email chain with the most recent email dated January 15, 2007 bearing bates stamp SING 231371 to SING 231381.

33. Annexed hereto as Exhibit 31 is a true and correct copy of an email dated August 16, 2006 bearing bates stamp SING 187808.

34. Annexed hereto as Exhibit 32 is a true and correct copy of an email chain with the most recent email dated May 18, 2007 bearing bates stamp SING 90438 to SING 90440.

35. Annexed hereto as Exhibit 33 is a true and correct copy of an email with attachment dated October 11, 2006 bearing bates stamp SING 17565 to SING 17567.

36. Annexed hereto as Exhibit 34 is a true and correct copy of an email with attachment dated May 14, 2007 bearing bates stamp SING 18825 to SING 18826.

37. Annexed hereto as Exhibit 35 is a true and correct copy of an email chain with attachment and with the most recent email dated June 27, 2007 bearing bates stamp SING 108207 to SING 108210.

38. Annexed hereto as Exhibit 36 is a true and correct copy of an email with attachment dated July 6, 2007 bearing bates stamp SING 107069 to SING 107070.

39. Annexed hereto as Exhibit 37 is a true and correct copy of an email chain with the most recent email dated August 6, 2007 bearing bates stamp SING 245175 to SING 245181.

40. Annexed hereto as Exhibit 38 is a true and correct copy of an email chain with the most recent email dated May 15, 2007 bearing bates stamp SING 163250 to SING 163252.

41. Annexed hereto as Exhibit 39 is a true and correct copy of an email with attachments dated July 11, 2007 bearing bates stamp SING 221931 to SING 221935.

42. Annexed hereto as Exhibit 40 is a true and correct copy of an email chain with the most recent email dated March 20, 2007 bearing bates stamp SING 168680 to SING 168682.

43. Annexed hereto as Exhibit 41 is a true and correct copy of an email dated February 28, 2007 bearing bates stamp SING 236459.

44. Annexed hereto as Exhibit 42 is a true and correct copy of an email with attachment dated December 18, 2006 bearing bates stamp SING 82378 to SING 82379.

45. Annexed hereto as Exhibit 43 is a true and correct copy of an email chain with the most recent email dated August 10, 2007 bearing bates stamp SING 169179 to SING 169180.

46. Annexed hereto as Exhibit 44 is a true and correct copy of an email dated August 28, 2006 bearing bates stamp SING 210188 to SING 210189.

47. Annexed hereto as Exhibit 45 is a true and correct copy of an email chain with the most recent email dated May 21, 2007 bearing bates stamp SING 154828 to SING 154831.

48. Annexed hereto as Exhibit 46 is a true and correct copy of an email chain with the most recent email dated November 3, 2006 bearing bates stamp SING 218317 to SING 218321.

49. Annexed hereto as Exhibit 47 is a true and correct copy of an email chain with the most recent email dated September 12, 2006 bearing bates stamp SING 210992 to SING 210996.

50. Annexed hereto as Exhibit 48 is a true and correct copy of an email dated January 11, 2008 bearing bates stamp SING 235752.

51. Annexed hereto as Exhibit 49 is a true and correct copy of an email chain with the most recent email dated January 8, 2008 bearing bates stamp SING 235978 to SING 235979.

52. Annexed hereto as Exhibit 50 is a true and correct copy of an email dated November 13, 2007 bearing bates stamp SING 215857.

53. Annexed hereto as Exhibit 51 is a true and correct copy of Kirby McInerney LLP's firm resume.

54. Annexed hereto as Exhibit 52 is a true and correct copy of select pages of the deposition transcript of plaintiff Ni Yan Amy.

55. Annexed hereto as Exhibit 53 is a true and correct copy of select pages of the deposition transcript of plaintiff Ge Dandong.

56. Annexed hereto as Exhibit 54 is a true and correct copy of select pages of the deposition transcript of a representative of plaintiff the Singapore Government Staff Credit Cooperative Society, Ltd.

57. Annexed hereto as Exhibit 55 is a true and correct copy of select pages of the deposition transcript of plaintiff Ang Soo Cheng.

58. Annexed hereto as Exhibit 56 is a true and correct copy of select pages of the deposition transcript of plaintiff Zhao Yuzheng.

59. Annexed hereto As Exhibit 57 is a true and correct copy of August 3, 2011 Loh Tuck Woh Peter declaration.

60. Annexed hereto as Exhibit 58 is a true and correct copy of select pages of the deposition transcript of plaintiff Choh Gek Hong Johnson.

61. Annexed hereto as Exhibit 59 is a true and correct copy of select pages of the deposition transcript of plaintiff Loh Tuck Woh Peter.

62. Annexed hereto as Exhibit 60 is a true and correct copy of select pages of the deposition transcript of plaintiff Ng Shook Phin Susan.

63. Annexed hereto as Exhibit 61 is a true and correct copy of excerpts from Morgan Stanley ACES SPC, Private Placement Memorandum Supplement for Synthetic CDO Series ACES 2006-28 (Sept. 25, 2006).

64. Annexed hereto as Exhibit 62 is a true and correct copy of excerpts from Morgan Stanley ACES SPC, Private Placement Memorandum Supplement for Synthetic CDO Series 2006-32 (Nov. 20, 2006).

65. Annexed hereto as Exhibit 63 is a true and correct copy of excerpts from Morgan Stanley ACES SPC, Private Placement Memorandum Supplement for Synthetic CDO Series 2007-5 (Feb. 15, 2007).

66. Annexed hereto as Exhibit 64 is a true and correct copy of excerpts from Morgan Stanley ACES SPC, Private Placement Memorandum Supplement for Synthetic CDO Series 2007-26 (July 5, 2007).

67. Annexed hereto as Exhibit 65 is a true and correct copy of excerpts from Morgan Stanley ACES SPC, Private Placement Memorandum Supplement for Synthetic CDO Series 2007-41 (Dec. 13, 2007).

68. Annexed hereto as Exhibit 66 is a true and correct copy of excerpts from Barclays publication, *The Barclays Capital Guide to Cash Flow Collateralized Debt Obligations* (Mar. 2002).

I declare under penalty of perjury that the foregoing is true and correct.

Dated: March 22, 2013
New York, New York

/s/ Andrew M. McNeela
Andrew M. McNeela